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Attorneys for Nominal Defendant  
 HEWLETT-PACKARD COMPANY

UNITED STATES DISTRICT COURT  
 NORTHERN DISTRICT OF CALIFORNIA

IN RE HEWLETT-PACKARD COMPANY  
 SHAREHOLDER DERIVATIVE LITIGATION

Master File No. 12-CV-6003-CRB

**DECLARATION OF VINCENT G.  
 LEVY IN SUPPORT OF NOMINAL  
 DEFENDANT HEWLETT-  
 PACKARD COMPANY'S  
 OPPOSITION TO PLAINTIFF  
 COPELAND'S ADMINISTRATIVE  
 MOTION PURSUANT TO CIVIL  
 L.R. 3-12(b)**

**This motion also relates to:**

A.J. COPELAND,  
  
 Plaintiff,

CASE NO.: 14-CV-00622-DMR

v.

LÉO APOTHEKER; MARGARET C.  
 WHITMAN; RAYMOND J. LANE; MARC L.  
 ANDREESSEN; SHUMEET BANERJI; RAJIV  
 L. GUPTA; JOHN H. HAMMERGREN; ANN M.  
 LIVERMORE; GARY M. REINER; PATRICIA  
 F. RUSSO; G. KENNEDY THOMPSON;  
 RAYMOND E. OZZIE; JAMES A. SKINNER;  
ROBERT R. BENNETT; RALPH V.

LEVY DECL. ISO HP'S OPP. TO COPELAND'S  
 ADMIN. MOT. TO RELATE CASE NOS. 12-CV-  
 6003-CRB AND 14-CV-00622-DMR

1 WHITWORTH; and MICHAEL R. LYNCH, )  
2 )  
3 Defendants, )  
4 – and – )  
5 HEWLETT-PACKARD COMPANY, )  
6 Nominal Defendant. )  
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**DECLARATION OF VINCENT G. LEVY**

I, Vincent G. Levy, declare as follows:

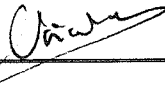
1. I am an attorney with the law firm Wachtell, Lipton, Rosen & Katz, which represents Nominal Defendant Hewlett-Packard Company ("HP") in this lawsuit. I submit this declaration in support of Nominal Defendant Hewlett-Packard Company's Opposition To Plaintiff Copeland's Administrative Motion Pursuant To Civil L.R. 3-12(b). I have personal knowledge of the facts stated in this declaration and, if called upon, could and would testify to their truth.

2. Attached as Exhibit A is a true and correct copy of Nominal Defendant Hewlett-Packard Company's Administrative Motion To Consider Whether Cases Should Be Related, filed in *Copeland v. Lane, et al.*, 5:11-cv-01058-EJD on February 13, 2014.

3. Attached as Exhibit B is a true and correct copy of the Declaration Of Brian Danitz In Support Of Nominal Defendant Hewlett-Packard Company's Administrative Motion To Consider Whether Cases Should Be Related and Exhibits A and B thereto, filed in *Copeland v. Lane, et al.*, 5:11-cv-01058-EJD on February 13, 2014.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on this 18h day of February, 2014.

By:   
\_\_\_\_\_  
Vincent G. Levy